

**IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

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**ZACHARY ALAN STARR, individually and  
derivatively on behalf of the VAN KAMPEN  
EQUITY AND INCOME FUND, the  
VAN KAMPEN EQUITY TRUST  
and the "VAN KAMPEN FUNDS",**

**Plaintiff**

**v.**

**VAN KAMPEN INVESTMENTS, INC.,  
VAN KAMPEN ASSET MANAGEMENT,  
INC., MORGAN STANLEY DW INC.,  
MORGAN STANLEY INVESTMENT  
ADVISORS, INC., MORGAN  
INVESTMENTS, LP, VAN KAMPEN  
FUNDS, INC., DAVID C. ARCH, J. MILES  
BRANAGAN, JERRY D. CHOATE,  
ROD DAMMEYER, LINDA HUTTON HEAGY,  
R. CRAIG KENNEDY, HOWARD J. KERR,  
HUGO F. SONNENSHEIN, JACK E. NELSON,  
SUZANNE H. WOOLSEY,  
MITCHELL C. MERIN, RICHARD F.  
POWERS and WAYNE W. WHALEN,**

**Defendants**

**and**

**the VAN KAMPEN EQUITY AND INCOME  
FUND, the VAN KAMPEN EQUITY TRUST  
and the VAN KAMPEN FUNDS,**

**Nominal Defendants**

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**CIVIL ACTION**

**Case No. 04-CIV-3386 (RO)**

**NOTICE OF MOTION**

**ORAL ARGUMENT  
REQUESTED**

**NOTICE OF MOTION FOR LEAVE TO FILE A SECOND AMENDED DERIVATIVE COMPLAINT**

PLEASE TAKE NOTICE that, pursuant to Fed. R. Civ. P. 15(a), upon the accompanying Memorandum of Law, [proposed] Second Amended Derivative Complaint, Declaration of Timothy N. Mathews, and [proposed] Order, plaintiff Zachary Alan Starr will move this Court before the Honorable Richard Owen, United States District Court, Southern District of New York, 40 Centre Street, Room 2903, New York, New York at 2:30 p.m. on January 21, 2005, or as soon thereafter as counsel may be heard, for entry of a proposed order granting plaintiff Starr leave to amend the First Amended Derivative Complaint.

Dated: December 23, 2004  
New York, New York

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cc: All counsel on service list